

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

RECORDATION FORM COVER SHEET TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

<p>1. Name of conveying party(ies):</p> <p>NACT ACQUISITION, INC.</p> <p><input type="checkbox"/> Individual(s) <input type="checkbox"/> Association <input type="checkbox"/> General Partnership <input type="checkbox"/> Limited Partnership <input checked="" type="checkbox"/> Corporation (Delaware) <input type="checkbox"/> Other</p> <p>Additional name(s) of conveying party(ies) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>2. Name and Address of receiving party(ies)</p> <p>Name: NACT TELECOMMUNICATIONS, INC.</p> <p>Address: 191 WEST 5200 NORTH PROVO, UTAH 84604</p>
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<p>3. Nature of conveyance:</p> <p><input type="checkbox"/> Assignment <input type="checkbox"/> Merger <input type="checkbox"/> Security Agreement <input checked="" type="checkbox"/> Change of Name <input type="checkbox"/> Other</p> <p>Execution Date: <u>January 21, 2005</u></p>	<p><input type="checkbox"/> Individual(s) citizenship _____ <input type="checkbox"/> Association _____ <input type="checkbox"/> General Partnership _____ <input type="checkbox"/> Limited Partnership _____ <input checked="" type="checkbox"/> Corporation (Delaware) <input type="checkbox"/> Other</p> <p>If assignee is not domiciled in the United States, a domestic representative designation is attached: <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (Designations must be a separate document from assignment) Additional name(s) & address(es) attached? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>
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4. Application number(s) or registration number(s):	
A. Trademark Application No.(s) see attached	B. Trademark Registration No.(s) see attached
Additional numbers attached? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	

<p>5. Name and address of party to whom correspondence concerning document should be mailed:</p> <p>Hayley M. Smith, Senior Legal Assistant Kirkland & Ellis LLP 153 East 53rd Street New York, NY 10022-4675 (212) 446-4800 (Phone) (212) 446-4900 (Facsimile)</p>	<p>6. Total number of applications and registrations involved: 4</p> <p>7. Total fee (37 CFR 3.41)..... \$ 115 <input type="checkbox"/> Enclosed <input checked="" type="checkbox"/> Authorized to be charged to Deposit Account</p> <p>8. Charge to Deposit Account No. 111098 (Attach duplicate copy of this page if paying by deposit account)</p>
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DO NOT USE THIS SPACE

9. Statement and signature:

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Hayley M. Smith *Hayley M. Smith* 2-5-05
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and document:

CH \$115.00 111098 76255395

SCHEDULE TO RECORDATION COVER SHEET

U.S. Trademark Reg. No. 2,051,537 for STX

U.S. Trademark Reg. No. 2,171,599 for NTS 2000

U.S. Trademark Reg. No. 2,797,908 for WEBCONNECT:CONSUMER

U.S. Trademark Serial Number 76/255,395 for IPAX

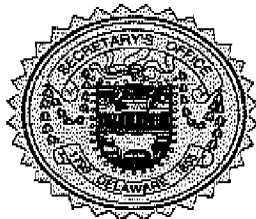
Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "NACT ACQUISITION, INC.", CHANGING ITS NAME FROM "NACT ACQUISITION, INC." TO "NACT TELECOMMUNICATIONS, INC.", FILED IN THIS OFFICE ON THE TWENTY-FIRST DAY OF JANUARY, A.D. 2005, AT 7:35 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3634456

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DATE: 01-24-05

TRADEMARK

REEL: 003024 FRAME: 0436

JAN-20-2005 03:33PM FROM:NTI,INC.

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T-947 P.003/010 F-189

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
NACT ACQUISITION, INC.

Under Section 242 of the Delaware Corporation Law

Pursuant to Sections 242 of the General Corporation Law of the State of Delaware, the undersigned, being the Vice President of NACT Acquisition, Inc., a Delaware corporation (the "Corporation") does hereby certify the following:

FIRST: The name of the Corporation is NACT Acquisition, Inc.

SECOND: The original Certificate of Incorporation of the Corporation was filed with the Secretary of State of Delaware on December 3, 2004.

THIRD: The Certificate of Incorporation of the Corporation is hereby amended to effect a change in paragraph 1 thereof, relating to the name of the Corporation. Accordingly, paragraph 1 of the Certificate of Incorporation shall be amended to read in its entirety as follows:

"1. Name. The name of the corporation is NACT Telecommunications, Inc. (hereinafter called the "Corporation")."

FOURTH: The amendment to the Certificate of Incorporation of the Corporation effected hereby was approved by the Board of Directors of the Corporation and by written consent of the sole stockholder of the Corporation.

IN WITNESS WHEREOF, the undersigned has duly executed this Amendment to the Certificate of Incorporation as of this 21st day of January, 2005.

NACT ACQUISITION, INC.

By: 
Name: Thomas L. Tuttle
Title: Vice President

State of Delaware
Secretary of State
Division of Corporations
Delivered 07:35 PM 01/21/2005
FILED 07:35 PM 01/21/2005
SRV 050054327 - 3890519 FILE